

THE SOCIETY OF FORMER SPECIAL AGENTS OF
THE FEDERAL BUREAU OF INVESTIGATION, INC.

STATINTL

ARTICLE I

SEAL

Section 1

The seal of the Society shall consist of a capstone, with the word JUSTITIA, on pillars bearing the words LEGES and FACTA, respectively, set upon a base with the word SCIENTIA. The words LOYALTY, GOOD WILL and FRIENDSHIP shall also appear, as shall the letters U. S. A.

ARTICLE II

MEMBERSHIP

Section 1

Membership shall be open exclusively to men of good moral character who formerly served for a period of one year or more as Special Agents of the Federal Bureau of Investigation, formerly the Bureau of Investigation of the United States Department of Justice, and who served with due fidelity to their oaths of office, and with loyalty to the service and to their fellow Agents.

Section 2

Application for membership shall be made in writing on the form provided by the Society and addressed to the Membership Committee. Such application shall bear the endorsement of at least two members in good standing and shall be accompanied by the application fee and dues provided in ARTICLE VIII of the By-Laws. Upon unanimous approval of the Membership Committee, the applicant shall be declared elected to membership. The requirement above of at least one year period of service may be waived by a majority vote of the Executive Committee if the application is otherwise approved unanimously by the Membership Committee.

Section 3

In the event that the vote of the Membership Committee is not unanimous, or in the event adverse criticism of the applicant by any member of the Society is communicated to the Membership Committee, such committee shall obtain a report from the Chapter Chairman in the area or nearest the area where the applicant resides, and then shall refer its file on such application, with its recommendation, to the Executive Committee. Approval of such application by a majority of the Executive Committee present at any regular or special meeting shall constitute election to membership.

Section 4

If an application is rejected, a renewal of such application shall not be accepted for consideration by the Membership Committee for a period of one year from the date of rejection, and upon a second rejection, the applicant shall not thereafter be eligible for membership, unless approved by the Executive Committee for further consideration by the Membership Committee.

Section 5

Membership in the Society shall be deemed to be "in good standing" unless terminated by resignation, non-payment of dues or assessments or expulsion in the following manner:

(a) Resignation. Resignation must be in writing, signed by the member, addressed to the Secretary, and upon its receipt shall be presented to the next meeting of the Executive Committee for acceptance. After considering the status of dues or assessments owing by such member at the time of receipt of his resignation by the Secretary, the effective date of resignation shall be determined by the Executive Committee.

(b) Non-payment of Dues or Assessments. Failure to pay timely any dues or assessments provided by ARTICLE VIII of these By-Laws shall be reason for termination of a membership in the Society by the Executive Committee. No membership shall be terminated for this reason (1) unless such dues or assessments are delinquent for a period of 90 days and (2) after 30 days written notice of such proposed action by mail, to such delinquent member at his last mailing address shown on the records of the Society. After compliance with the requisites of this paragraph, the Executive Committee may terminate a member for non-payment of dues or assessments and in its action shall determine the effective date of such termination and instruct the Secretary to notify the delinquent member of such action in writing. Such member may be reinstated by the Executive Committee and, in hardship cases, dues or assessments owing by a member may be waived by the Executive Committee.

(c) Expulsion. The Executive Committee, upon the affirmative vote of eight or more of its members, may terminate a membership and expel from the Society any member whose conduct is detrimental to the good name or best interests of the Society. Such action shall not be taken until after a hearing before the Executive

Committee at which the member charged with such conduct has been afforded an opportunity to be present, answer the charges and present a defense, either in person or through a fellow member in his behalf. Thirty days prior to the hearing date set by the Executive Committee, written notice of the hearing and proposed action shall be sent by certified mail, return receipt requested, to such member at his last mailing address shown on the records of the Society. The effective date of membership termination shall be stated in any such action taken by the Executive Committee. Notice of effective date of termination or reinstatement for any cause of any member who is also a participant under any insurance program of the Society shall be furnished to the insurance carrier of the Society by the Secretary.

Section 6 (See Schedule A attached hereto.)
ARTICLE III

OFFICERS, TERMS, DUTIES

Section 1 (See Schedule A for revision.)

~~The officers of the Society shall be a President, a President-elect, North East Vice-President, South East Vice-President, North Central Vice-President, South Central Vice-President, Western Vice-President, Secretary and Treasurer. The President, President-elect, Vice-Presidents (who shall be designated Regional Vice-Presidents) and Secretary shall each serve for a term of one year, or until his successor shall take office. The Treasurer shall serve for a term of two years, or until his successor shall take office.~~

Section 2

All officers shall be elected by the general membership. The President-elect, Regional Vice-Presidents and Secretary shall be elected annually in the manner and form as provided in ARTICLE V of these By-Laws and shall take office immediately upon adjournment of the annual meeting next after their election. The President-elect shall automatically become President at the conclusion of his term as President-elect and shall take office immediately upon adjournment of the annual meeting held at the close of his term as President-elect. The Treasurer shall be elected biennially. Each such officer shall take office immediately upon adjournment of the annual meeting next after his election.

Section 3 (See Schedule A for revision.)

~~Each of the Regional Vice-Presidents shall reside in the geographical region which he represents. The regions are described as follows:~~

North East Vice-President - the States of Connecticut, Delaware, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island and Vermont.

South East Vice-President - the States of Alabama, Florida, Georgia, Kentucky

Maryland, North Carolina, South Carolina, Tennessee, Virginia, West Virginia, the District of Columbia, Bahamas, Cuba, Puerto Rico and the Virgin Islands

North Central Vice-President - the States of Illinois, Indiana, Iowa, Michigan, Minnesota, Nebraska, North Dakota, Ohio, South Dakota and Wisconsin

South Central Vice-President - the States of Arkansas, Colorado, Kansas, Louisiana, Missouri, Mississippi, New Mexico, Oklahoma, Texas, Wyoming and the Republic of Mexico

Western Vice-President - the States of Alaska, Arizona, California, Hawaii, Idaho, Montana, Nevada, Oregon, Utah, Washington and the Far East

Section 4

Election to each of the above offices shall be deemed election as a member of the Executive Committee for a term coincident with the term of the office.

Section 5

There shall be three Members at Large of the Executive Committee elected from the general membership. They shall be elected for terms of three years each, one of whom shall be elected annually. Each Member at Large of the Executive Committee shall take office immediately upon adjournment of the annual meeting next after his election. The retiring President shall continue to serve as a member of the Executive Committee for one year following his term as President.

Section 6

A candidate for nomination or election to any of the above offices in the Society shall have been a member for a period of at least three years and shall have been a member in good standing at the times of nomination and election.

Section 7

The President shall preside at all meetings of the Society and perform the other duties usually pertaining to the office, and in his absence or inability to act, or at his request, the President-elect shall preside and perform such duties.

Section 8

Each Regional Vice-President shall preside at all regional meetings held within his respective region, and

Section 6

Life Membership in the Society may be awarded to and bestowed upon any deserving member by an affirmative vote of nine or more members of the Executive Committee at any regular or special meeting. The criteria for such award shall be established by the Executive Committee, however, the recipient shall have been a member in good standing in the Society at least 10 years and shall be at least 70 years of age. Upon the unanimous affirmative vote of the Executive Committee a Life Membership may be awarded regardless of age or length of membership in the Society.

Upon receipt of Life Membership in the Society, the member shall be exempt from any further payment of dues or assessments to the Society as provided in Article VIII of these By-Laws.

ARTICLE IIISection 1

The officers of the Society shall be a President, a President-elect, North East Vice-President, Mid-Atlantic Vice-President, South East Vice-President, North Central Vice-President, South Central Vice-President, Western Vice-President, Secretary and Treasurer. The President, President-elect, Vice-Presidents (who shall be designated Regional Vice-Presidents) and Secretary shall each serve for a term of one year, or until his successor shall take office. The Treasurer shall serve for a term of two years, or until his successor shall take office.

Section 3

Each of the Regional Vice-Presidents shall reside in the geographical region which he represents. The regions are described as follows:

North East Vice-President - the States of Connecticut, Maine, Massachusetts, New Hampshire, New Jersey, New York, Rhode Island and Vermont.

Mid-Atlantic Vice-President - the states of Delaware, Kentucky, Maryland, Pennsylvania, Virginia, West Virginia, and the District of Columbia.

South East Vice-President - the States of Alabama, Florida, Georgia, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, Puerto Rico and the Virgin Islands.

North Central Vice-President - the States of Illinois, Indiana, Iowa, Michigan, Minnesota, Nebraska, North Dakota, Ohio, South Dakota and Wisconsin.

South Central Vice-President - the States of Arkansas, Colorado, Kansas, Missouri, New Mexico, Oklahoma, Texas, Wyoming and the Republic of Mexico.

Western Vice-President - the States of Alaska, Arizona, California, Hawaii, Idaho, Montana, Nevada, Oregon, Utah, Washington and the Far East.

Schedule A

ARTICLE IV

each shall perform such other duties as usually belong to his office and as may be prescribed by the Executive Committee.

Section 9

It shall be the duty of the Secretary to attend Meetings, keep Minutes, receive and carry on correspondence, keep and preserve records and documents pertaining to the Society, give due notice of Meetings of the Society and of such Committees as may be appointed by the Executive Committee, and do the other things which are usually associated with the office of Secretary and perform such other duties as may be assigned by the Executive Committee.

Section 10

It shall be the duty of the Treasurer:

- A - To receive and deposit all monies, funds and credits of the Society to the account of the Society in a banking institution approved by the Executive Committee.
- B - To keep regular accounts of all receipts and disbursements, and to make them available for inspection by officers and members.
- C - To obtain and keep vouchers for all disbursements, and to make them available for inspection by officers and members.
- D - To present at Meetings of the Society current reports of the financial status of the Society and to submit an annual report for distribution to the membership, and to prepare and present to the Annual Meeting a detailed report of the financial affairs of the Society since the last Annual Meeting.
- E - To draw, sign and deliver checks for every expenditure on behalf of the Society, which shall be countersigned by the President or an alternate designated by the Executive Committee.
- F - To provide a suitable bond, approved by the Executive Committee, at the expense of the Society.

Section 11

Should the President resign or his office otherwise become vacant during the term, the President-elect shall immediately succeed to that office and the Executive Committee shall appoint one of its members as acting President-elect only for the remainder of the year of such appointment and until such office of President-elect is filled at the next election of officers. Should a Regional Vice-President resign or his office otherwise become vacant during his term, the Executive Committee shall appoint a successor who shall be a resident of the same geographical region in which the vacancy occurred. Should any other officer of the Society resign or his office otherwise become vacant, the Executive Committee shall appoint a successor until the vacancy is filled at the next election of officers.

EXECUTIVE COMMITTEESection 1

The Executive Committee shall be composed of the President, the immediate past President, the President-elect, the Regional Vice-Presidents, the Secretary, the Treasurer and the three Members at Large.

Section 2

The Executive Committee shall function as a board of directors and shall have all the powers and perform all the duties of such a board in the general management of the affairs and interests of the Society. It shall direct the manner and purposes for which all funds of the Society shall be disbursed and approve all expenditures and disbursements, but it shall have no power to make the Society liable for any debt in excess of the amount of money in the treasury at any one time not subject to liabilities already existent. It may delegate authority to any officer or committee of the Society, prescribe additional duties for officers and employees of the Society and may authorize any officer, employee or other committee to contract for the Society, provided such contract is approved by a majority of the Executive Committee. The Executive Committee shall perform all other duties required of it under these By-Laws; and, as it may deem advisable, it shall have power to make such rules and regulations, prescribe procedures and take action in the best interests of the Society not inconsistent with such By-Laws.

Section 3

The President of the Society shall be the Chairman of the Executive Committee, and the Secretary of the Society shall be the Secretary of the Executive Committee.

Section 4

The Executive Committee shall keep minutes of its meetings, supervise the activities of Chapters, act upon applications for membership or terminations of a member as provided in these By-Laws, direct and supervise publications of the Society and otherwise direct and manage the affairs of the Society to further its purposes and best interests.

Section 5

Regular meetings of the Executive Committee shall be held three times in each year or oftener, at such places in or out of New York and on such dates as are fixed by the President. Special meetings may be called by the President, or at the request of eight members of the Committee. Notice of such meetings shall specify the time and place and contain an agenda of the business of the meeting, to the extent practicable. Notice of a special meeting shall state the purpose for which it was called.

Section 6

Eight members shall constitute a quorum for

the transaction of business at any meeting of the Executive Committee.

ARTICLE V

NOMINATIONS AND ELECTIONS

Section 1

Nominations of candidates for election to the offices of the Society shall be made by the Nominating Committee. Such committee shall nominate not less than two, nor more than three, qualified candidates for each office to be filled and shall submit the names of such candidates to the Secretary of the Society ten days before the second regular meeting of the Executive Committee. The proposed slate of candidates shall be approved by a majority of the Executive Committee prior to the placing of such candidates on the official ballot and the Chairman of the Nominating Committee shall be notified of the results of the Executive Committee action.

Section 2

Election of officers by vote of the members shall be by secret ballot. The Secretary shall cause the official ballot to be printed and mailed to all members 45 days prior to the date set each year for the annual meeting. Nomination of a candidate by the Nominating Committee shall not be a prerequisite to valid election, and any member may write in his vote for any qualified candidate of his own choice for any office. The date for the return of ballots and the manner and means of tabulating and recording the votes shall be fixed and determined by the Executive Committee.

Section 3

(See Schedule B attached for revision.)

~~Promptly upon return of the ballots, the Secretary shall cause them to be placed in a locked container, where they shall be kept until the final date fixed for return. All such ballots timely received shall be removed in the presence of a Special Teller Committee appointed by the President to count and tabulate the votes. Qualified candidates receiving the highest number of votes for each such office on the ballot shall be declared elected. In the event of a tie vote, the election for such office shall be presented to the incumbent Executive Committee for its determination. The Secretary shall certify the results of the election to the President and a notice of the election results shall be sent to all candidates promptly and to the membership prior to the annual meeting.~~

Section 4

No candidate shall campaign for any office in the Society, and no member or Chapter of the Society, directly or indirectly, shall electioneer or conduct any campaign for the election of any candidate or member to an office in the Society.

ARTICLE VI

COMMITTEES

Section 1

With the exception of the Executive Committee, Nominating Committee and Membership Committee, the President shall have the power to appoint committees from the membership for the more efficient conduct of the business of the Society. Appointment to such committees shall be for a period to coincide with the President's term of office.

Section 2

The Executive Committee shall appoint a Nominating Committee each year at its first regular meeting to serve until its successor shall be appointed. The Nominating Committee shall be composed of 11 members, 5 from the membership at large and one from each of the 6 geographical regions designated in ARTICLE III, Section 3, of these By-Laws. It shall be the duty of such committee to nominate the candidates for office in the manner as provided in ARTICLE V. Each representative of a geographical region, after consulting with the Chapter Chairmen and other members in his region, shall designate from qualified members residing in his region the nominees for the Regional Vice-President from his respective region and shall also suggest candidates for all other offices. Upon receipt by the Chairman of the Nominating Committee of approval by the Executive Committee of the slate of candidates, the Chairman shall procure from each candidate and furnish to The Grapevine the appropriate biographical data for publication and advise each candidate of the provisions of these By-Laws concerning electioneering and campaigning.

Section 3

Each year, at its first regular or special meeting, the Executive Committee shall appoint a Membership Committee composed of 5 members to serve until their successors are appointed. It shall be the duty of such committee to receive and investigate applications for membership, cause the names of applicants to be furnished to the membership for comment, communicate with Chapter Chairmen or others when deemed necessary, and certify or report the actions and the recommendations of the committee to the Executive Committee, as provided in ARTICLE II.

Section 4

Each committee shall have the power to elect a chairman, a secretary or other officer, and each committee shall keep minutes of its meetings and furnish copies to the Secretary of the Society.

ARTICLE V

Section 3

The manner and means of the custodial care of the ballots until tabulation and recording shall be determined by the Executive Committee. Qualified candidates receiving the highest number of votes for each such office on the ballot shall be declared elected. In the event of a tie vote, the election for such office shall be presented to the incumbent Executive Committee for its determination. The Secretary shall certify the results of the election to the President and a notice of the election results shall be sent to all candidates promptly and to the membership prior to the annual meeting.

ARTICLE VII

CONVENTIONS, MEMBERSHIP AND REGIONAL MEETINGS

Section 1

The annual meeting of the Society shall be held in conjunction with the annual convention at a place and date selected by the Executive Committee. Where practicable, the convention and annual meeting shall be held each year during the months of October or November.

Section 2

Each member of the Executive Committee shall be a delegate to the annual convention, and each Chapter of the Society shall be entitled to send two delegates to the convention. Delegates from the Chapter shall be appointed by the Chapter Chairman as provided in these By-Laws, and such delegates shall be members in good standing on the records of the Chapter and the Society.

Section 3

A special meeting of the Society may be called at any time by the President on his own motion. On the written application of fifty members, setting forth the reason or purpose of a proposed meeting, the President shall call a special meeting of the Society. Thirty days' written notice of any special meeting and its purpose shall be sent to all members.

Section 4

Fifty members shall constitute a quorum at any meeting of the Society.

Section 5

Only members of the Society shall be permitted to attend meetings of the Society or any Chapter, provided, however, that the President or Chapter Chairman may permit attendance by non-members.

Section 6

Resolutions proposed to be presented to the general membership at the convention or at any meeting of the Society shall first be submitted in writing to the Executive Committee for its consideration at its last meeting preceding the annual convention or such meeting.

Section 7

Regional meetings of the Chairmen of all Chapters in each of the 6 geographical regions designated in ARTICLE III shall be held between January 1 and June 1 in each year. The date and place of each such meeting shall be fixed by the respective Regional Vice-President for that region in conjunction with the President.

Section 8

Roberts' Rules of Order (Revised) shall be the

parliamentary authority for the conduct of meetings of the Society and of the Chapters.

ARTICLE VIII

FISCAL YEAR, DUES AND ASSESSMENTS

Section 1

The fiscal year of the Society shall extend from October 1 through September 30.

Section 2

The annual dues shall be \$15.00 and shall be payable to the Treasurer on or before October 1 of each year. Such dues include a \$3.00 annual subscription fee for the Society's official publication, The Grapevine, and \$2.00 for the Membership Directory.

Section 3

The membership application fee shall be \$10.00, payable to the Treasurer, and it shall accompany the application.

Section 4

With the application and the application fee, an applicant for membership shall tender as dues the sum of \$15.00 if the application is made within the first 6 months of the fiscal year, or the sum of \$7.50 if the application is made within the last 6 months of the fiscal year.

Section 5

Assessments shall be proposed only by the Executive Committee, and shall be binding and collectible only after the affirmative vote of a majority of the general membership, taken by mail ballot, returned and tabulated on the 15th day following the initial mailing of the ballot.

ARTICLE IX

CHAPTERS

Section 1

Upon a written petition signed by 10 members in good standing, the Executive Committee may authorize the formation of a Chapter. Petitioners shall reside, be employed or have a business office within the area for which the Chapter is proposed.

Section 2

Upon issuance of a Chapter Charter by the Executive Committee, the petitioners shall issue an invitation to all known Society members in the Chapter area to attend an organization meeting. A majority of the petitioners shall constitute a quorum.

Section 3

The Chapter shall be subject to these By-laws

and to rules and regulations prescribed by the Executive Committee for the conduct of the Society and its Chapters.

Section 4

Membership in the Chapter shall be based upon residence, employment, or business office within the assigned geographical Chapter area and limited to members of the Society in good standing. By a majority vote of the members present at a regularly called meeting, a Chapter may recommend to the President of the Society the suspension of a member from good standing in the Chapter. The President of the Society shall have authority immediately to suspend such member from good standing in the Chapter until the next meeting of the Executive Committee where appropriate action on such membership in the Society shall be considered.

Section 5

Chapter meetings shall be held at least 4 times a year. The annual meeting of the Chapter shall be held prior to the annual meeting and convention of the Society.

Section 6

The Chairman of the Chapter shall designate the time, place and agenda for all meetings.

Section 7

Notice of meetings shall be given to the members, personally or by mail, at least 5 days before the date of the meeting. The notice shall set forth the time, place and agenda of the meeting.

Section 8

A special meeting may be called by the Chapter Chairman. On the written application of 5 per cent of the Chapter members, but not less than 3 of the Chapter members, setting forth the purposes and reasons therefor, the Chairman must call a special meeting. Notice of a special meeting shall be sent to all Chapter members at least 5 days before the date of the meeting and shall indicate the purpose for which it is called.

Section 9

Ten per cent of the Chapter members shall constitute a quorum for the transaction of business at any regular or special meeting, provided that the minimum quorum shall be three.

Section 10

The officers of a Chapter shall be a Chairman, a Vice-Chairman, or Chairman-elect, Secretary and Treasurer, each to be elected at the Chapter annual meeting.

Section 11

The officers of the Chapter shall serve for one

year beginning on the dates of their election.

Section 12

The resignation of a Chapter officer shall be tendered in writing to the Executive Committee of the Society. Any officer may be removed from office for cause by the Executive Committee. If a vacancy occurs in the office of the Chapter Chairman, it shall be filled by the Vice-Chairman or Chairman-elect. If a vacancy occurs in any other office, it shall be filled by appointment by the Chairman.

Section 13

It shall be the duty of the Chapter Chairman to perform the duties of the chief executive officer, preside at the Chapter meetings and maintain close liaison with the Society.

Section 14

It shall be the duty of the Chapter Vice-Chairman, or Chairman-elect, in the absence of the Chapter Chairman, to perform the duties of the Chapter Chairman.

Section 15

It shall be the duty of the Chapter Secretary:

- A - To attend meetings of the Chapter and to make regular entries in a book of minutes, to be kept by him for that purpose, of all proceedings of such meetings and to send 4 copies of all meeting minutes to the Secretary of the Society, one copy of which shall be furnished to the appropriate Regional Vice-President.
- B - Maintain a current roster of the names, addresses and telephone numbers of the Chapter members.
- C - To hold safely as custodian for the Chapter, all books and records which he is required to keep or which come into his possession, custody or control by virtue of his office and upon completion of his term of office to turn over to his successor all such books and records.
- D - To give due notice of Chapter meetings to all Chapter members.
- E - To solicit promptly for membership in the Chapter all newly elected members of the Society in the Chapter area upon receiving notification of such membership.
- F - To promptly notify Chapter officers of their election.

- G - To appropriately notify all members of the amounts and due date of Chapter dues and assessments.
- H - To perform such other duties as his office may require.

Section 16

It shall be the duty of the Chapter Treasurer:

- A - To receive and to deposit in an account in the name of the Chapter in a banking institution, all the monies, securities, funds and monetary credits of or on behalf of the Chapter.
- B - To take, receive, hold and safely keep, as custodian for the Chapter, all property and other physical assets which may come into the ownership, possession or control of the Chapter.
- C - To keep regular accounts of all receipts and disbursements in suitable books provided for that purpose and to make such books and records available at all reasonable times for inspection by all officers and Chapter members in good standing and by authorized representatives of the Executive Committee.
- D - To obtain, keep and produce, if called upon to do so by any Chapter member in good standing, vouchers covering all disbursements wherever it is possible and practicable to obtain them.
- E - To prepare and to submit at the Chapter Annual Meeting an Annual Report of all receipts and disbursements and balances.

Section 17

Subject to such additional conditions as may be determined by the Chapter, any member of the Chapter who is a member in good standing with the Society shall be eligible for election to any Chapter office.

Section 18

The Nominating Committee of a Chapter shall consist of 3 members, none of whom shall be a Chapter or National officer, or a member of the Executive Committee. The Committee shall serve for one year or until their successors are appointed and assume office.

Section 19

The members of the Chapter Nominating Committee shall be appointed by the Chapter Chairman, at least 3 months before the annual meeting of the Chapter.

Section 20

It shall be the duty of the Chapter Nominating Committee:

- A - To elect a Chairman and otherwise provide for its operation.
- B - To nominate, from the Chapter members in good standing, candidates for election to the office of Chairman, Vice-Chairman or Chairman-elect, Secretary and Treasurer.
- C - To submit in writing the names of its nominees to the Secretary of the Chapter not less than 15 days prior to the annual meeting of the Chapter.

Section 21

The election of Chapter officers shall be held at the Annual meeting of the Chapter or by mail ballot, as determined and prescribed by the Chapter members.

Section 22

If such election is held at the Annual Chapter meeting, nominations of members for the elective offices may be made from the floor by any Chapter member; and, in the event nominations are made from the floor for any of the elective offices of the Chapter, the election in respect to such office shall be conducted by written ballot. The presiding officer shall appoint one or more inspectors, none of whom shall be an officer or a nominee, to receive and count the ballots and make a report to the presiding officer of the number of votes cast for each nominee. The nominee for each office receiving the highest number of votes for that respective office shall be declared elected by the presiding officer.

Section 23

If such election is held by mail ballot, such ballot shall be prepared, mailed, returned, tabulated and votes recorded at the times and in the manner prescribed by Chapter action or in the By-Laws of the Chapter. Any such procedure shall provide that a Chapter member may write in his vote for any qualified Chapter member for any office.

Section 24

At, or prior to, the Annual Meeting of the Chapter, the incumbent Chapter Chairman shall appoint two delegates to the convention of the Society. The newly elected Chapter Chairman shall be appointed as one of such delegates if attending the convention.

Section 25

Before the annual meeting of the Society, the Chapter Secretary will advise the Society Secretary of the results of the annual election, giving the name and address of each of the newly elected Chapter officers and furnishing the names of the Chapter convention delegates.

Section 26

Each Chapter Chairman shall designate such

committees as are deemed necessary for the proper conduct of the local Chapter.

Section 27

By a majority of its members voting, a Chapter may prepare, adopt or amend Chapter By-laws in conformity with these By-Laws and any applicable rules or regulations made by the Executive Committee. A copy of such By-Laws shall be filed with the Secretary of the Society.

Section 28

The Executive Committee may amend, cancel, suspend, or revoke the Charter of a Chapter for any good cause. Such action of the Executive Committee shall be final and conclusive. Upon cancellation, suspension or revocation of the Charter of any Chapter, the Executive Committee shall have the right and power through its designated agents to take possession, custody and control of all the records, property and assets of said Chapter and to make such disposition of them as the Executive Committee shall deem advisable.

ARTICLE X

PUBLICATIONS

Section 1

The Society shall officially publish two publications, The Grapevine, and the Membership Directory.

Section 2

The content, policies, distribution and use of The Grapevine and Membership Directory shall be governed by the Executive Committee.

Section 3

The Membership Directory shall be published by December 1 of each year.

Section 4

It is the stated policy of the Society that the Membership Directory shall be used by members of the

Society for personal reasons only. The Directory shall not be used by Society members for mass mailings of a commercial nature and shall not be used by non-members for any reason. Any violation of this policy will result in action by the Executive Committee of the Society.

ARTICLE XI

AMENDMENTS

Section 1

An amendment or amendments to these By-Laws may be proposed for submission to the general membership only by:

- A - An affirmative vote of ~~nine~~ nine of the members of the Executive Committee; or
- B - A petition in writing, signed by one hundred fifty members in good standing and filed with the Secretary; or,
- C - A petition in writing (1) first executed by fifteen Chapter delegates at the Annual Meeting of the Society proposing such amendment or amendments; (2) approved by a two-thirds affirmative vote of all Chapter delegates present at such Annual Meeting and authorizing its submission to the general membership and (3) filed with the Secretary of the Society.

Section 2

These By-Laws may be amended by two-thirds of the votes validly cast for any such proposed amendment by members in good standing. For this purpose a printed, secret ballot shall be mailed to all members by the Secretary of the Society within 15 days from the receipt by the Secretary of the Society of the amendment proposed in accordance with these By-Laws. Such ballots shall be returned and received by the Secretary of the Society within 45 days from the date of mailing the ballots, and shall be tabulated and recorded in the manner fixed and determined by the Executive Committee of the Society.